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FOREIGN LIMITED LIABILITY COMPANY

Miles-WPB I, LLC

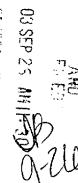
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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION (ORSO), FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN. LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Miles-WPB I, LLC (Name of foreign limited liability company) _{2.} Georgia (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 5. perpetual 4. September 2, 2003 (Duration: Year limited liability company will cease to (Date of Organization) exist or "perpetual") upon qualification (Date first transacted business in Florida. (See sections 608.50), 608.502, and 817.155, P.S.) 3500 Lenox Road, Suite 800 Atlanta, GA 30326 (Screet address of principal office) 8. If limited liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managers are as follows: Miles-WPB I Management Company 3500 Lenox Road, Suite 800 Atlanta, GA 30326 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the bandator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To sequire, own, hold, maintain, and operate a multi-family apartment property.

Signature of a member or an authorized representative of a member. (In accordance with section 608.403(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the faces stated herein are true.)

Andrew R. Bauman, Vice President of Manager

Typed or printed name of signee

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

ine name les-WPE	of the Limited Liability	Company is:	
The name	and the Plorida street ad	dress of the registered agent and office are:	
	CT Corporation S	ystem	
		(Name)	
	1200 South Pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE)		
	Plantation	_{FL} 33324	
	(Ciry/Sure/Zip)		

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the objections of my position as registered agent as provided for in Chapter 608, F.S.

Shelley Savage Vice President

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530 CONTROL NUMBER : 0347891
DATE INC/AUTH/FILED: 09/02/2003
JURISDICTION : GEORGIA
FRINT DATE : 09/23/2003
FORM MUMBER : 211

ARNALL GOLDEN GREGORY LLP JANET PRIBERG 1201 WEST PEACHTREE STREET, SUITE 2800 ATLANTA, GA 30309-3400

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of The Atate of Georgia, do hereby certify under the seal of my office that as of the above truing date

A GEORGIA CIRITED TARBILLES, COMPANY MITES MEB I, Tro

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Roderof Sconghammatered.

Said entity was formed in the jurisdiction affated above for was authorized to transact business in deorgia on the above fater and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal exactence of the above named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronical transmitted and Signatures Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

20030923212802801



Cathy Cox Secretary of State